In the wake of two catastrophic events, our Universe is in a fragile, weakened state. With the fabric of space itself damaged, anomalous fissures are beginning to appear, fissures that could crack and spread, collapsing reality and letting in dark things that should not exist in our dimension.

Guided by the mystical insight of the newly returned Adam Warlock, the gunslinging Star-Lord has forged a proactive team of proven cosmic champions ready to protect the vulnerable universe and prevent any disasters from ever happening again. Together, Star-Lord, Warlock, Gamora, Quasar, Drax and Rocket Raccoon are the...

GUARDIANS OF THE GALAXY

On their debut mission to prevent the collapse of a fissure anomaly, the Guardians have clashed with followers of the mighty Universal Church of Truth, an intolerant and zealous religious empire. Believing the Guardians to be anti-Church heretics, the UTC has decreed Star-Lord's squad to be enemies of the faith.

Back aboard Knowhere, the team's refuge HQ at the edge of space/time, the Guardians are alerted to another imminent fissure collapse taking place at 56 Hydronis. As they prepare for teleportation, little do they suspect that at 56 Hydronis, **something** has come through...

STAR-LORD (PETER QUILL)

ADAM WARLOCK

QUASAR (PHYLA-VELL)

GAMORA

DRAX

ROCKET RACCOON

MANTIS

GUARDIANS OF THE GALAXY No. 2, August, 2008. Published Monthly by MARVEL PUBLISHING, INC., a subsidiary of MARVEL ENTERTAINMENT, INC. OFFICE OF PUBLICATION: 417 5th Avenue, New York, NY 10016. © 2008 Marvel Characters, Inc. All rights reserved. All characters featured in this issue and the distinctive names and likenesses thereof, and all related indicia are trademarks of Marvel Characters, Inc. No similarity between any of the names, characters, persons, and/or institutions in this magazine with those of any living or dead person or institution is intended, and any such similarity which may exist is purely coincidental. $2.99 per copy in the U.S. and $3.05 in Canada (GST #R127032852) in the direct market; Canadian Agreement #40668537. **Printed in the USA.** ALAN FINE, CEO Marvel Toys & Publishing Divisions and CMO Marvel Entertainment, Inc.; DAVID GABRIEL, SVP of Publishing Sales & Circulation; DAVID BOGART, SVP of Business Affairs & Talent Management; MICHAEL PASCIULLO, VP Merchandising & Communications; JIM O'KEEFE, VP of Operations & Logistics; DAN CARR, Executive Director of Publishing Technology; JUSTIN F. GABRIE, Director of Editorial Operations; SUSAN CRESPI, Editorial Operations Manager; OMAR DTIEKU, Production Manager; STAN LEE, Chairman Emeritus. For information regarding advertising in Marvel Comics or on Marvel.com, please contact Mitch Dane, Advertising Director, at mdane@marvel.com. For Marvel subscription inquiries, please call 800-217-9158.

VICINITY OF 56 HYDRONIS...
TRANSFER COMPLETE.
YEAH, THAT'S ONE NASTY HOLE IN SPACE.
I'M SURPRISED THE FISSURE ISN'T ALREADY IN DECAY.
SOMETHING IS AGGRAVATING IT AND MAKING IT WORSE.
SOMETHING WE CAN DETAIN?
GIVE ME A MOMENT TO DIVINE THE ANSWER TO THAT, QUASAR.
I AM CERTAIN OF ONE THING. IF THE DISTURBANCE CONTINUES UNCHECKED, THIS AREA OF SPACE WILL COLLAPSE IN ON ITSELF LIKE...
LIKE...
CAN'T THINK OF AN ANALOGY BIG ENOUGH?
OR BAD ENOUGH?
DEBRIEF LOG: STAR-LORD (PETER JASON QUILL, HALF-TERRAN/HALF-SPARTOI, NO ENHANCED ABILITIES)
YEAH, THE WHOLE "SPACE-TIME FISSURES" THING. I DON'T CLAIM TO BE ANY KIND OF EXPERT. THAT'S WARLOCK'S DEPARTMENT.
ALL I KNOW IS THE ANNIHILATION WAVE DAMAGED OUR UNIVERSE SO BADLY, BITS OF IT ARE FALLING APART.
AND WE'RE THE JOKERS WHO GET TO PATCH THE HOLES UP.
WHAT'S THE VERDICT, ADAM?
I'M STILL NOT CERTAIN, STAR-LORD--
--BUT THIS MASS WE'RE STANDING ON CLEARLY CAME THROUGH THE FISSURE. IT IS NOT NATIVE TO OUR REALITY.
DEFINE "MASS."

I'M SENSING ARTIFICIAL STRUCTURES INSIDE THE ICE, PETER. THE REMAINS OF WALLS. METAL TOO...
IF I JUST MELT THE ICE AWAY A LITTLE...
...OH, PAMA!
PETER! ADAM! OVER HERE!
IF I'D KNOWN WHAT WAS GOING TO HAPPEN NEXT...
DEBRIEF LOG: STAR-LORD
...I'D HAVE PULLED THE TEAM THE HELL OUT OF THERE IMMEDIATELY.
MANTIS, THIS IS STAR-LORD. YOU READING ME?
YES, PETER.
BEAMING YOU A VISUAL FEED NOW.

TEAM CONTROL CENTER, KNOWHERE...
RECEIVING YOUR FEED, PETER.
I CAN IDENTIFY YOUR FIND QUITE PRECISELY, THOUGH I CANNOT EXPLAIN IT...
...IT IS THE FRONT GATE OF AVENGERS MANSION.
THAT'S NOT... I MEAN... WHAT?
THIS IS A DISQUIETING REVELATION.
"DISQUIETING," HE SAYS? IT'S FREAKING ME OUT!
ARE WE SAYING THIS WHOLE PLACE IS A LUMP OF AVENGERS MANSION THAT'S SOMEHOW BEEN BITTEN OFF AND SPIT THROUGH TIME-SPACE?
QUIET! QUIET! I CAN HEAR SOMETHING! I CAN--
GAHH!
QUASAR!
YEAH, THAT'S NOT GOOD.
THRUNNCHH

DEBRIEF LOG: QUASAR (PHYLA-VELL, HALF ETERNAL/ HALF KREE, POSSESSES THE QUANTUM BANDS)
IT JUST CAME AT ME, OUT OF THE ICE. IT HAD ME BY THE THROAT.
I REACTED INSTINCTIVELY.
NUUHH!
THHA-KOOOM!!
GET HER CLEAR, MAMMAL!
I DON'T LIKE THE FEEL OF THAT.
AGREED. THE WHOLE PLACE IS STARTING TO SHAKE!
I FEAR THAT PHYLA'S ENERGY BURST HAS ACCELERATED THE THAWING PROCESS.
THAWING PROCESS? WHAT THAWING PROCESS?
THINGS WERE ENTOMBED IN THE ICE AS THIS ROCK PASSED THROUGH THE VOID, PETER, AND NOW THEY'RE WAKING UP.
BLAM BLAM
TIME-THAW DETECTED. SYSTEM RESTART...
REACTIVATING VITAL ORGANS...

THIS IS NOT GOING TO LOOK GOOD ON A RESUME! ADAM? A "PUT EVERYTHING RIGHT" SPELL, MAYBE?
I DON'T KNOW WHAT THESE THINGS ARE, PETER! I-- UGHN!
ADAM'S BEEN GRABBED! HELP HIM SOMEONE!
BLOOD FLOW TO EXTREMITIES CARDIAC RESTART IN THREE... TWO... ONE...
ADAM! ADAM!
AGG-HHAA!
HOLY DAS'T! ADAM! BLAST OUT OF THERE! USE YOUR FREAKY MAGIC POWERS AND BLAST OUT OF THERE!
GAAAH! CAN'T! PETER, IT'S-- UGHNN!
SHWUNNNHHH
WHAT THE HELL WAS THAT?
CH-TING
FTAPP

MY NAME...
M-MY NAME IS...
I A-AM VANCE ASTROVIK. I AM MAJOR VICTORY OF THE G-GUARDIANS OF THE GALAXY.
PLEASE, CAN S-SOMEBODY TELL ME WHEN I AM?

UHH--
FRIENDLY IS DOWN!
HELP HIM!
ADAM, ARE YOU HURT?
I'M OKAY, PHY. TELL THE OTHERS TO TRIGGER THEIR PASSPORT RETURN BOUNCES.
WE'RE LEAVING?
SO WHAT ARE THESE THINGS IN THE ICE?
PHY, THIS MASS IS WHAT'S AGGRAVATING THE FISSURE! A CONCENTRATION OF FROZEN TIME, NOW RAPIDLY EXPANDING AS IT THAWS!
EXTRA-DIMENSIONAL VERMIN THAT SHOULDN'T EVEN EXIST IN OUR UNIVERSE!
LISTEN TO ME, PHY! I'M GOING TO TRY AND DISINTEGRATE THIS MASS BEFORE ITS TIME-MELT COLLAPSES THE FISSURE ENTIRELY!
NFFF! YOU CAN DO THAT?
WELL, WE'RE ABOUT TO FIND OUT.
PETER? ADAM SAYS WE HAVE TO MOVE!
CH-CHOOM
GET A PASSPORT ON THE NEW GUY! AH, ANYONE REMEMBER TO BRING A SPARE PASSPORT?
BLAM BLAM
RELAX, QUILL. I'VE RECALIBRATED MINE TO ALLOW FOR THE FRIENDLY'S ADDITIONAL BODY-MASS.
SMART THINKING, GAMORA! REMIND ME TO KISS YOU LATER!
OH, LIKE THAT'S GOING TO HAPPEN.

GS DENEB...
THIS HAS BEEN THE UNIVERSAL CHURCH OF TRUTH'S HOMEWORLD FOR SIXTEEN YEARS.
IT IS THE CHURCH'S FIFTH HOMEWORLD IN AS MANY DECADES. THAT'S HOW FAST THE CHURCH SPREADS.
THE ORBIT WAYS TEEM WITH TEMPLESHIPS AND PILGRIM TRAFFIC. THE FAITHFUL ACCUMULATE HERE.
CARDINAL RAKER. I THANK YOU FOR ATTENDING ME.
AND, AS EVER, SHE IS WAITING TO BLESS THEM...
I CAME THE MOMENT YOU SUMMONED ME, MATRIARCH.
AND THE REST OF THE CARDINALS, RAKER?
ALL HERE, ALL READY, MATRIARCH.
ONE OF OUR TEMPLESHIPS WAS ATTACKED, RAKER. I SUMMONED THE CARDINALS BECAUSE I WISHED TO METE OUT RETRIBUTION AND PENANCE.
BUT SOMETHING HAS CHANGED, EXCELLENCY?
LOOK FOR YOURSELF.
I HAVE HAD TIME TO STUDY THE VISUAL LOGS FROM THE TEMPLESHIP TANCRED. ONE OF THE ATTACKERS--
I SEE, EXCELLENCY. HOW VERY UNSETTLING.
UNLEASH YOUR CARDINALS, RAKER. FIND THESE INDIVIDUALS. TEST THEM.
BRING ME CONFIRMATION.
I WILL, EXCELLENCY.

DEBRIEF LOG: ADAM WARLOCK (COSMIC BEING, ENHANCED BIOLOGY, METAPHYSICAL ENERGY MANIPULATION)
SO THE GOOD PART IS, WE SUCCESSFULLY CONTAINED ANOTHER ANOMALY.
THE OTHER PART IS...IT'S LEFT US WITH A LOT OF UNANSWERED QUESTIONS.
KNOWHERE...
SO WHO IS HE? DO YOU KNOW? BOZHE MOI! SUCH A THING!
MARKETPLACE LEVEL...
CALM DOWN, COSMO. WE DON'T KNOW ANYTHING YET.
I KNOW. METALLURGICAL SCANS DON'T LIE.
BUT THE SHIELD...!
IF IT'S A COPY OF THE SHIELD, IT'S THE MOST PERFECT COPY.
SO LET'S JUST KEEP---
HEY, ISN'T THAT DRAX?
DRAX! DRAX!

IT'S YOU.
I THOUGHT YOU WERE RESTING IN QUARTERS. WHERE HAVE YOU BEEN?
THE CONTINUUM CORTEX.
OH... WHY?
I FORGOT TO HAND IN MY PASSPORT BRACELET. YOU ALWAYS ASK SO MANY D'AST QUESTIONS?
SORRY.
I PICKED UP SOME PRODUCE AT THE MARKET. I THOUGHT I'D COOK.
WE GOT SERVANT DROIDS AND THE STATION FOOD BARS FOR THAT.
IT'S GOOD FOR THE SOUL.
I'M MAKING MACARONI AND CHEESE.
HEATHER ONCE TOLD ME IT WAS ONE OF [redacted] *FATHER'S* FAVORITES.
HNH. YOU FOUND MACARONI *HERE?*
THIS PLACE HAS *EVERYTHING.*
IF YOU COOK, I'LL EAT.
DRAX? AREN'T YOU AT ALL INTRIGUED BY WHAT WE FOUND TODAY?
ANY REASON I *SHOULD* BE?
I DUNNO. HEATHER WAS ONCE AN AVENGER.
FAT LOT OF GOOD *THAT* DID HER.
"SO WHAT ARE YOU THINKING, PETER?"

TEAM CONTROL CENTER...
I'M THINKING...
YOU KNOW WHAT BROUGHT THE AVENGERS TOGETHER? I MEAN, WHAT *REALLY* CEMENTED THEM?
THE DISCOVERY OF CAPTAIN AMERICA FROZEN IN A BLOCK OF ICE?
SO, YOU *DO* KNOW YOUR EARTH-LORE.
IS IT JUST ME, OR ■ THIS JUST A LITTLE *TOO* PERFECT?
WE'RE TRYING TO BUILD A TEAM OF "*MIGHTY HEROES*" AND *DAY ONE*, WE FIND...*THAT* FROZEN IN A BLOCK OF ICE.
FEELS LIKE SOMEONE TURNED THE SYMBOLIC HOMAGE UP TO *ELEVEN*.
HISTORY REPEATING ITSELF?
HISTORY DOESN'T REPEAT ITSELF, GAMORA, BUT SOMETIMES IT *RHYMES*.
LOG:
GEEN WHOBERIAN, ENHANCED BIOLOGY, ADVANCED COMBAT SKILLS!
IT'S *FUNNY*. WARLOCK AND I USED TO HAVE A THING.
AND I USED TO FIND HIS PRETENTIOUS PHILOSOPHICAL COMMENTS *EXTREMELY* AGGRAVATING.
BUT NOW I FIND THEM WEIRDLY *HOT*.
SO THE *SYMMETRY* WORRIES YOU?
WORRIES ME? NO, ADAM, IT SCARES THE *BEJEEBIES* OUT OF ME.
GOTTA ADMIT, THOUGH, "*GUARDIANS OF THE GALAXY*" IS A PRETTY COOL NAME.

I AM I AM I AM I
YES, GROOT, OLD BUDDY, OLD TREE, EVEN *BETTER* THAN "*GROOT AND BRANCHES.*"
QUILL, THIS THING IS *AMAZING*. IT'S THE MOST EXTRAORDINARILY *BALANCED* WEAPON.
I'D *LOVE* TO TEST IT OUT, THROW IT AROUND.
NOT IN HERE, PLEASE. YOU'LL BREAK SOMETHING EXPENSIVE.
LISTEN, ADAM, I--
HE'S WOKEN UP, PETER. I'M GOING TO TALK TO HIM.
HEADS UP, EVERYONE. MANTIS IS *TEEPING* INTO OUR POOR TIRED BRAINS.
WHAT HAVE YOU GOT?
IN THREE AND HALF HOURS' TIME, I WILL BE ABLE TO TELL YOU THAT THIS PERSON ISN'T *REMOTELY* HUMAN, AS YOU OR I WOULD UNDERSTAND THE TERM.
GREAT. AND FOR *NOW*?
HE'S ENCASED IN A TOTAL BIOSPHERIC BODY SUIT. I DON'T *DARE* PENETRATE IT, NOT PHYSICALLY, NOT EVEN WITH MY MIND, FOR FEAR OF RUPTURING HIS *STASIS*.
MEANING *WHAT*...?
THIS BEING IS *ANCIENT*, PETER. I BELIEVE THAT HIS SUIT IS THE *ONLY* THING KEEPING HIM ALIVE IN OUR CONTINUUM.
HE IS *TEMPORALLY DISLOCATED*.
THAT'S HOW I FEEL EVERY TIME WE *CHAT*, MANTIS.
WHAT *ELSE* DO WE KNOW?
ABSOLUTELY *NOTHING*.
LET ME TALK TO HIM.
SHE'S A *FREAK OF NATURE*, THAT GIRL.
THAT'S WHAT SCARES ME ABOUT HER.
MANTIS KNOWS WHAT SHE'S DOING.
SO, ANYWAY, "*GUARDIANS OF THE GALAXY*"? THAT'S A *KEEPER*, RIGHT?

BINARY STASIS
TWELVE DYSON SPHERE...
TRANSFER COMPLETE, PETER. ARRIVAL VECTORS CONFIRMED.
A SUN ENCLOSED *INSIDE* AN ARTIFICIAL SHELL...
...QUITE A FEAT OF ENGINEERING.
QUILL, THE SPHERE POPULATION IS LISTED AS FIFTY-TWO HUNDRED.
AND I'M READING *EVERY* ONE OF THEM.
SO WHERE ARE THEY, GAMORA? WE *ARE* IN THE HABITABLE ZONE, AREN'T WE?
WE'D BE *CRISPY* IF WE WEREN'T.
THE HAB-ZONE'S PROTECTED BY THE TINTED SUN SHIELD. THE INNER SURFACE OUTSIDE IS JUST ENERGY RECEPTORS, BATHING IN THE SUNLIGHT.
OUTSIDE THE DOME, THE RADS WOULD FRY YOU *FAST*.
THIS PLACE WAS BEING USED AS A GENETIC RESEARCH FACILITY.
SO I REPEAT THE QUESTION... WHERE IS EVERYBODY?
HIDING?
SOMETHING BAD HAPPENED HERE.
INCOMING TELEPORT!

I AM RAKER. WE ARE THE CARDINALS OF THE UNIVERSAL CHURCH OF TRUTH.
PROSTRATE YOURSELVES BEFORE US AND SUBMIT.

I HAVE NO INTENTION OF DEBASING MYSELF BEFORE THE FALSE IDOLS YOU REPRESENT.
VERY WELL, THEN.
I BELIEVE!
LET THE PAIN BEGIN.
NEXT ISSUE: HOLY SMACKDOWN!